

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

SOCIÉTÉ DES BAINS DE MER ET DU
CERCLE DES ETRANGERS À MONACO,

Plaintiff,

v.

MGM MIRAGE and VICTORIA PARTNERS,
L.P.,

Defendants.

ECF Case

Case No. 08-CV-03157

**DECLARATION OF BRYAN L. WRIGHT IN SUPPORT OF
DEFENDANTS' MOTION TO DISMISS, OR, IN THE ALTERNATIVE,
TO TRANSFER THIS CASE TO THE DISTRICT OF NEVADA**

I, Bryan L. Wright, declare under penalty of perjury pursuant to the laws of the United States that the following is true:

1. I have personal knowledge of the facts set forth below, except for those statements made on information and belief, and am competent to testify regarding these facts and statements.

2. I am Senior Vice President, Assistant General Counsel, and Assistant Secretary for MGM MIRAGE, where I have been employed since June 2001.

3. MGM MIRAGE is a Delaware corporation, with its principal place of business in Las Vegas, Nevada.

4. Victoria Partners is an indirect subsidiary of MGM MIRAGE. Its principal place of business is also in Las Vegas, Nevada.

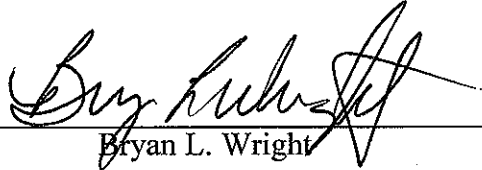
5. Victoria Partners owns and operates the Monte Carlo Resort & Casino on the Las Vegas Strip in Las Vegas, Nevada, which opened on June 21, 1996.

6. Neither MGM MIRAGE nor Victoria Partners have substantial contacts with the State of New York. More specifically and upon information and belief:

- a. Neither MGM MIRAGE nor Victoria Partners are residents of New York.
 - b. Neither MGM MIRAGE nor Victoria Partners maintain an office or other place of business in New York.
 - c. Neither MGM MIRAGE nor Victoria Partners maintain any corporate records or documents in New York.
 - d. Neither MGM MIRAGE nor Victoria Partners transact business in New York.
 - e. Neither MGM MIRAGE nor Victoria Partners have any directors, officers, or employees who work or reside in New York.
 - f. Neither MGM MIRAGE nor Victoria Partners have designated a registered agent located in New York to accept service of process in New York.
 - g. Neither MGM MIRAGE nor Victoria Partners are qualified, licensed, or otherwise authorized to conduct business in New York.
 - h. Neither MGM MIRAGE nor Victoria Partners ship goods into or render services in New York.
 - i. Neither MGM MIRAGE nor Victoria Partners owns, uses, or possesses any bank accounts, property, or other assets in New York.
 - j. Neither MGM MIRAGE nor Victoria Partners have ever held any board meetings in New York.
 - k. Neither MGM MIRAGE nor Victoria Partners have ever paid taxes to the State of New York.
7. MGM MIRAGE itself does not offer any goods and does not render any services under the MONTE CARLO mark anywhere.
8. Victoria Partners only offers goods and services under the MONTE CARLO mark at its Monte Carlo Resort & Casino in Las Vegas, Nevada.
9. The following persons identified as witnesses in this case are not currently employed by MGM MIRAGE, Victoria Partners, or any of MGM MIRAGE's various

subsidiaries. These persons are: (a) Tony Alamo; (b) Kevin Blair; (c) Mike Ensign; (d) Michelle Knolls; (e) Yvette Landau; (f) Ted Quirk; (g) Bill Richardson; (h) Glen Schaeffer; and (i) Whitney Thier. To the best of my knowledge, information, and belief, these witnesses currently reside in Las Vegas, Nevada. In addition, the architectural firm that designed the Monte Carlo Resort & Casino, Carter and Burgess, Inc., is located in Las Vegas, Nevada.

EXECUTED: this 19th day of May, 2008.


Bryan L. Wright